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Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

**Return of Private Foundation**  
**or Section 4947(a)(1) Trust Treated as Private Foundation**

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 ▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052  
**2016**  
**Open to Public Inspection**

**For calendar year 2016, or tax year beginning 05-01-2016, and ending 04-30-2017**

Name of foundation THOMAS D WILLIAMS CHARITABLE TRUST 3411000248		<b>A Employer identification number</b> 59-7237756	
Number and street (or P O box number if mail is not delivered to street address) Room/suite REGIONS BANK TRUST DEPT P O BOX 28		<b>B Telephone number (see instructions)</b> (251) 690-1024	
City or town, state or province, country, and ZIP or foreign postal code MOBILE, AL 366522886		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 847,566		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	18,518	17,862		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	30,374			
	<b>b</b> Gross sales price for all assets on line 6a 613,583				
	<b>7</b> Capital gain net income (from Part IV, line 2)		30,374		
	<b>8</b> Net short-term capital gain			0	
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	323				
<b>12 Total.</b> Add lines 1 through 11	49,215	48,236			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	12,612	10,090		2,522
	<b>14</b> Other employee salaries and wages		0	0	0
	<b>15</b> Pension plans, employee benefits		0	0	
	<b>16a</b> Legal fees (attach schedule)				0
	<b>b</b> Accounting fees (attach schedule)	900	0	0	900
	<b>c</b> Other professional fees (attach schedule)				0
	<b>17</b> Interest				0
	<b>18</b> Taxes (attach schedule) (see instructions)	151	151		0
	<b>19</b> Depreciation (attach schedule) and depletion	0	0		
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings		0	0	
	<b>22</b> Printing and publications		0	0	
	<b>23</b> Other expenses (attach schedule)				
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	13,663	10,241	0	3,422
	<b>25</b> Contributions, gifts, grants paid	38,492			38,492
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	52,155	10,241	0	41,914	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-2,940				
<b>b Net investment income</b> (if negative, enter -0-)		37,995			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .			
	<b>2</b> Savings and temporary cash investments . . . . .	11,384	29,011	29,011
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	284,829	524,852	537,832
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	540,790	279,972	280,723
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .			0
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	837,003	833,835	847,566	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	837,003	833,835	
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	837,003	833,835		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	837,003	833,835		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>1</b>	837,003
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-2,940
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	834,063
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	228
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	833,835

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(i) F M V as of 12/31/69			(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))				
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> Capital gain net income or (net capital loss) <span style="float:right">If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span>				
				<b>2</b> 30,374
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				
				<b>3</b>

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1** Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	46,141	861,353	0 053568
2014	42,902	906,761	0 047313
2013	42,649	892,078	0 047809
2012	41,177	868,444	0 047415
2011	41,086	846,201	0 048553
<b>2</b> Total of line 1, column (d)			<b>2</b> 0 244658
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0 048932
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			<b>4</b> 842,324
<b>5</b> Multiply line 4 by line 3			<b>5</b> 41,217
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 380
<b>7</b> Add lines 5 and 6			<b>7</b> 41,597
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 41,914
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', and 'Total credits and payments'. Total amount owed is 188.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes a small table for state reporting with 'FL' entered.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes
14 The books are in care of REGIONS BANK TRUST DEPARTMENT Telephone no (251) 690-1024
Located at 11 N WATER ST 25TH FLOOR MOBILE AL ZIP+4 36602
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here . . . . . 15
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? Yes No
If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions). 2b No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b No

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (Continued)

**5a** During the year did the foundation pay or incur any amount to

**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

**(3)** Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).  Yes  No

**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here.

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REGIONS BANK 3055 RUEN DRIVE PALM HARBOR, FL 34685	TRUSTEE 1	13,512		

**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

**Total** number of other employees paid over \$50,000.  0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ▶		0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
<b>1</b> _____ _____	
<b>2</b> _____ _____	
<b>3</b> _____ _____	
<b>4</b> _____ _____	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> _____ _____	
<b>2</b> _____ _____	
<b>3</b> All other program-related investments. See instructions _____ _____	

**Total.** Add lines 1 through 3 . . . . . ▶

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	855,151
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	0
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	855,151
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	855,151
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	12,827
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	842,324
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	42,116

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	42,116
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	380
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	380
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	41,736
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	41,736
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	41,736

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	41,914
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	41,914
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	380
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	41,534

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				41,736
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			38,492	
<b>b</b> Total for prior years 2014, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .	0			
<b>b</b> From 2012. . . . .	0			
<b>c</b> From 2013. . . . .	0			
<b>d</b> From 2014. . . . .	0			
<b>e</b> From 2015. . . . .	0			
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>41,914</u>				
<b>a</b> Applied to 2015, but not more than line 2a			38,492	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				3,422
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				38,314
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .	0			
<b>b</b> Excess from 2013. . . . .	0			
<b>c</b> Excess from 2014. . . . .	0			
<b>d</b> Excess from 2015. . . . .	0			
<b>e</b> Excess from 2016. . . . .	0			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . ▶

**b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .

**c** "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed

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**b** The form in which applications should be submitted and information and materials they should include

---

**c** Any submission deadlines

---

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV** **Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> MUHLENBERG COLLEGE ATTN KENT DYER 2400 CHEW STREET ALLENTOWN, PA 181045586	NONE	PC	SCHOLARSHIPS	38,492
<b>Total</b> . . . . . ▶ <b>3a</b>				38,492
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . . ▶ <b>3b</b>				





**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
91 927 INVESCO DIVERSIFIED DIVIDEND FUND CLASS		2012-05-14	2016-05-20
4 674 INVESCO INTERNATIONAL GROWTH FD CL R5		2012-11-20	2016-05-20
46 944 AMERICAN CENTURY SMALL CAP VALUE FUND I		2012-08-20	2016-05-20
12 829 ARTISAN FUND INC MID CAP		2014-08-20	2016-05-20
708 522 FIDELITY INVST GRADE BD PORTFOLIO		2014-05-20	2016-05-20
2 68 JPMORGAN MID CAP VALUE FD CL L		2012-08-20	2016-05-20
411 461 JPMORGAN CORE BOND FUND CL S		2014-02-20	2016-05-20
299 828 JPMORGAN LARGE CAP GROWTH SL FD #3118		2015-09-21	2016-05-20
4 486 JPMORGAN LARGE CAP GROWTH SL FD #3118		2016-02-22	2016-05-20
2058 379 JPMORGAN LARGE CAP GROWTH SL FD #3118		2014-10-28	2016-05-20

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,694		1,165	529
147		131	16
361		400	-39
497		627	-130
5,534		5,604	-70
94		73	21
4,859		4,773	86
9,936		10,956	-1,020
149		142	7
68,215		62,920	5,295

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			529
			16
			-39
			-130
			-70
			21
			86
			-1,020
			7
			5,295

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
116 125 MFS CORPORATE BOND I		2016-03-29	2016-05-20
90 083 MFS RESH INTL FD CL I		2011-11-15	2016-05-20
75 889 PIMCO FOREIGN BOND FUND-INST		2014-10-28	2016-05-20
232 433 PRUDENTIAL HIGH YIELD FUND CL Z		2016-02-22	2016-05-20
142 117 TCW CORE FIXED INCOME FUND		2013-07-15	2016-05-20
28 739 TEMPLETON GLOBAL BOND FUND ADV		2012-08-20	2016-05-20
461 976 INVESCO DIVERSIFIED DIVIDEND FUND CLASS		2012-05-14	2016-06-24
35 154 INVESCO INTERNATIONAL GROWTH FD CL R5		2013-01-11	2016-06-24
55 382 AMERICAN CENTURY SMALL CAP VALUE FUND I		2012-08-20	2016-06-24
5 434 ARTISAN FUND INC MID CAP		2014-08-20	2016-06-24

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,611		1,601	10
1,416		1,285	131
773		843	-70
1,218		1,134	84
1,590		1,545	45
324		378	-54
8,519		5,853	2,666
1,066		1,043	23
422		472	-50
207		266	-59

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			10
			131
			-70
			84
			45
			-54
			2,666
			23
			-50
			-59

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
12 398 JPMORGAN MID CAP VALUE FD CL L		2012-08-20	2016-06-24
150 014 JPMORGAN CORE BOND FUND CL S		2015-11-20	2016-06-24
707 863 JPMORGAN CORE BOND FUND CL S		2016-03-29	2016-06-24
13548 839 JPMORGAN CORE BOND FUND CL S		2015-05-20	2016-06-24
708 116 NATIXIS LOOMIS SAYLES GROWTH FUND		2016-05-20	2016-06-24
77 727 MFS RESH INTL FD CL I		2013-01-11	2016-06-24
9 92 RS SMALL CAP GROWTH FUND CLASS Y		2014-02-20	2016-06-24
49 395 AMERICAN CENTURY SMALL CAP VALUE FUND I		2012-08-20	2016-08-22
9 089 ARTISAN FUND INC MID CAP		2014-08-20	2016-08-22
133 076 BARON EMERGING MARKETS INST		2016-03-29	2016-08-22

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
436		338	98
1,794		1,746	48
8,466		8,325	141
162,044		158,889	3,155
8,101		8,200	-99
1,178		1,155	23
573		658	-85
412		421	-9
377		444	-67
1,589		1,392	197

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			98
			48
			141
			3,155
			-99
			23
			-85
			-9
			-67
			197

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
190 659 NATIXIS LOOMIS SAYLES GROWTH FUND		2016-05-20	2016-08-22
14 135 MFS CORPORATE BOND I		2016-03-29	2016-08-22
15 688 PIMCO FOREIGN BOND FUND-INST		2014-10-28	2016-08-22
36 057 PRUDENTIAL HIGH YIELD FUND CL Z		2016-02-22	2016-08-22
9 718 VICTORY RS SMALL CAP GROWTH FUND CLASS Y		2014-02-20	2016-08-22
389 665 INVESCO INTERNATIONAL GROWTH FD CL R5		2014-08-20	2016-09-21
74 574 FIDELITY INVST GRADE BD PORTFOLIO		2014-05-20	2016-09-21
28 063 NATIXIS LOOMIS SAYLES GROWTH FUND		2016-05-20	2016-09-21
773 543 MFS RESH INTL FD CL I		2014-08-20	2016-09-21
17 528 PIMCO FOREIGN BOND FUND-INST		2014-10-28	2016-09-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,408		2,208	200
203		195	8
165		174	-9
197		176	21
624		645	-21
12,668		12,078	590
597		590	7
357		325	32
12,802		13,069	-267
184		195	-11

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			200
			8
			-9
			21
			-21
			590
			7
			32
			-267
			-11

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
20 64 PRUDENTIAL HIGH YIELD FUND CL Z		2016-02-22	2016-09-21
24 987 TCW CORE FIXED INCOME FUND		2013-07-15	2016-09-21
52 618 VANGUARD TOTAL BOND MARKET INDEX ADM FUN		2016-06-24	2016-09-21
3 822 VICTORY RS SMALL CAP GROWTH FUND CLASS Y		2014-02-20	2016-09-21
146 72 INVESCO DIVERSIFIED DIVIDEND FUND CLASS		2012-05-14	2016-11-21
180 797 AMERICAN CENTURY SMALL CAP VALUE FUND I		2012-08-20	2016-11-21
23 486 JPMORGAN MID CAP VALUE FD CL L		2012-08-20	2016-11-21
20 595 MAINGATE MLP FUND		2016-09-21	2016-11-21
13 13 PIMCO FOREIGN BOND FUND-INST		2014-10-28	2016-11-21
27 472 PRUDENTIAL HIGH YIELD FUND CL Z		2016-02-22	2016-11-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
112		101	11
283		272	11
581		580	1
249		254	-5
2,829		1,859	970
1,640		1,542	98
906		641	265
208		205	3
136		146	-10
147		134	13

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11
			11
			1
			-5
			970
			98
			265
			3
			-10
			13

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
121 463 TEMPLETON GLOBAL BOND FUND ADV		2012-08-20	2016-11-21
14 57 VICTORY RS SMALL CAP GROWTH FUND CLASS Y		2014-02-20	2016-11-21
1528 671 FIDELITY INVST GRADE BD PORTFOLIO		2014-05-20	2016-12-22
268 416 MFS CORPORATE BOND I		2016-03-29	2016-12-22
512 606 PIMCO FOREIGN BOND FUND-INST		2016-02-22	2016-12-22
26 508 PIMCO FOREIGN BOND FUND-INST		2016-06-24	2016-12-22
2005 715 PIMCO FOREIGN BOND FUND-INST		2015-05-20	2016-12-22
305 533 TCW CORE FIXED INCOME FUND		2013-07-15	2016-12-22
268 745 TEMPLETON GLOBAL BOND FUND ADV		2012-08-20	2016-12-22
1044 623 VANGUARD TOTAL BOND MARKET INDEX ADM FUN		2016-06-24	2016-12-22

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,393		1,598	-205
993		966	27
11,847		12,092	-245
3,669		3,701	-32
5,336		5,111	225
276		274	2
20,879		22,131	-1,252
3,346		3,321	25
3,230		3,537	-307
11,063		11,522	-459

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-205
			27
			-245
			-32
			225
			2
			-1,252
			25
			-307
			-459

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
603 395 INVESCO DIVERSIFIED DIVIDEND FUND CLASS		2016-12-22	2017-02-21
3605 166 INVESCO DIVERSIFIED DIVIDEND FUND CLASS		2015-09-21	2017-02-21
24 42 INVESCO INTERNATIONAL GROWTH FD CL R5		2014-08-20	2017-02-21
200 498 AMERICAN CENTURY SMALL CAP VALUE FUND I		2016-12-22	2017-02-21
1575 86 AMERICAN CENTURY SMALL CAP VALUE FUND I		2015-09-21	2017-02-21
13 577 ARTISAN FUND INC MID CAP		2014-08-20	2017-02-21
206 82 BARON EMERGING MARKETS INST		2016-06-24	2017-02-21
4 233 JPMORGAN MID CAP VALUE FD CL L		2012-08-20	2017-02-21
3452 241 NATIXIS LOOMIS SAYLES GROWTH FUND		2016-05-20	2017-02-21
29 432 MFS RESH INTL FD CL I		2014-08-20	2017-02-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
11,965		11,654	311
71,490		63,359	8,131
791		878	-87
1,913		1,833	80
15,034		14,302	732
535		664	-129
2,488		2,182	306
162		115	47
44,223		39,977	4,246
483		549	-66

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			311
			8,131
			-87
			80
			732
			-129
			306
			47
			4,246
			-66

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
10 764 VICTORY RS SMALL CAP GROWTH FUND CLASS Y		2014-02-20	2017-02-21
8 209 INVESCO INTERNATIONAL GROWTH FD CL R5		2014-08-20	2017-03-06
6 282 ARTISAN FUND INC MID CAP		2014-08-20	2017-03-06
24 79 BARON EMERGING MARKETS INST		2016-06-24	2017-03-06
28 774 DIAMOND HILL LARGE CAP FUND-I		2017-02-21	2017-03-06
153 944 FIDELITY INVST GRADE BD PORTFOLIO		2014-05-20	2017-03-06
6 679 JPMORGAN MID CAP VALUE FD CL L		2012-08-20	2017-03-06
81 141 NATIXIS LOOMIS SAYLES GROWTH FUND		2016-05-20	2017-03-06
33 401 MFS CORPORATE BOND I		2016-03-29	2017-03-06
33 623 MFS RESH INTL FD CL I		2014-08-20	2017-03-06

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
790		714	76
265		295	-30
246		307	-61
296		266	30
716		714	2
1,201		1,218	-17
254		182	72
1,043		940	103
460		461	-1
554		627	-73

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			76
			-30
			-61
			30
			2
			-17
			72
			103
			-1
			-73

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
11 149 MAINGATE MLP FUND		2016-09-21	2017-03-06
153 937 PRUDENTIAL HIGH YIELD FUND CL Z		2016-02-22	2017-03-06
24 7 TCW CORE FIXED INCOME FUND		2013-07-15	2017-03-06
55 056 TEMPLETON GLOBAL BOND FUND ADV		2012-08-20	2017-03-06
108 814 VANGUARD TOTAL BOND MARKET INDEX ADM FUN		2016-06-24	2017-03-06
6 951 VANGUARD 500 INDEX ADMIR FUND #540		2017-02-21	2017-03-06
6 057 VICTORY RS SMALL CAP GROWTH FUND CLASS Y		2014-02-20	2017-03-06
2 231 ARTISAN FUND INC MID CAP		2014-08-20	2017-04-11
179 294 BARON EMERGING MARKETS INST		2016-06-24	2017-04-11
153 605 DIAMOND HILL LARGE CAP FUND-I		2017-02-21	2017-04-11

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
118		111	7
857		751	106
268		268	
678		725	-47
1,157		1,200	-43
1,529		1,521	8
445		402	43
87		109	-22
2,236		1,926	310
3,753		3,814	-61

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			7
			106
			-47
			-43
			8
			43
			-22
			310
			-61

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
484 931 FIDELITY INVST GRADE BD PORTFOLIO		2014-05-20	2017-04-11
385 911 NATIXIS LOOMIS SAYLES GROWTH FUND		2016-05-20	2017-04-11
74 615 MFS CORPORATE BOND I		2016-03-29	2017-04-11
34 394 MFS RESH INTL FD CL I		2016-08-22	2017-04-11
209 033 MFS RESH INTL FD CL I		2016-12-22	2017-04-11
1250 902 MFS RESH INTL FD CL I		2016-02-22	2017-04-11
16 862 MAINGATE MLP FUND		2016-09-21	2017-04-11
90 164 PRUDENTIAL HIGH YIELD FUND CL Z		2016-02-22	2017-04-11
107 052 TCW CORE FIXED INCOME FUND		2013-10-15	2017-04-11
63 673 TEMPLETON GLOBAL BOND FUND ADV		2012-08-20	2017-04-11

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,816		3,836	-20
5,013		4,469	544
1,036		1,029	7
582		568	14
3,539		3,283	256
21,178		20,715	463
176		167	9
500		440	60
1,175		1,165	10
790		838	-48

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-20
			544
			7
			14
			256
			463
			9
			60
			10
			-48

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e g , real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
329 885 VANGUARD TOTAL BOND MARKET INDEX ADM FUN		2016-06-24	2017-04-11
38 714 VANGUARD 500 INDEX ADMIR FUND #540		2017-02-21	2017-04-11
1 543 VICTORY RS SMALL CAP GROWTH FUND CLASS Y		2014-02-20	2017-04-11
CAPITAL GAIN DIVIDENDS	P		

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
3,540		3,639	-99
8,416		8,473	-57
113		102	11
			4,742

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-99
			-57
			11

**TY 2016 Accounting Fees Schedule****Name:** THOMAS D WILLIAMS CHARITABLE TRUST 3411000248**EIN:** 59-7237756

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
TAX PREPARATION FEE (NON-ALLOC	900			900

**TY 2016 Investments Corporate Bonds Schedule****Name:** THOMAS D WILLIAMS CHARITABLE TRUST 3411000248**EIN:** 59-7237756

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
TEMPLETON GLOBAL BOND FD	23,553	23,995
JPMORGAN CORE BD FD CL S		
TCW CORE FIXED INCOME FD	48,710	48,840
FIDELITY INVST GRADE BD	159,174	158,937
PIMCO FOREIGN BOND #103		
PRUDENTIAL HIGH YIELD FD CL 2		
MFS CORPORATE BOND I	48,535	48,951

**TY 2016 Investments Corporate Stock Schedule****Name:** THOMAS D WILLIAMS CHARITABLE TRUST 3411000248**EIN:** 59-7237756

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
AMERICAN CENTURY SMALL CAP		
INVESCO DIVERSIFIED DIVIDEND		
JP MORGAN MID CAP VAL FD CL I	13,832	16,406
JP MORGAN LG CAP GROWTH		
INVESCO INTL GROWTH FD	31,444	33,280
MFS RESH INTL FD CL I		
RS SMALL CAP GRTH FD		
ARTISAN MID CAP FD-INV	18,718	16,650
BARON EMERGING MKTS INST	29,167	33,317
DIAMOND HILL LARGE CAP FUND-I	37,184	37,288
"JO HAMBRO INTERNATIONAL SELEC	32,468	32,420
MAINGATE MLP FUND	15,441	15,722
"NATIXIS LOOMIS SAYLES GROWTH	33,049	37,516
PRUDENTIAL HIGH YIELD FUND CL	45,250	48,878
"PRUDENTIAL QMA SMALL CAP VALU	16,966	16,607
"VANGUARD 500 INDEX ADMIR FUND	73,430	73,914
"VANGUARD TOTAL BOND MARKET IN	163,237	159,076
"VICTORY RS SMALL CAP GROWTH F	14,666	16,758

**TY 2016 Other Decreases Schedule****Name:** THOMAS D WILLIAMS CHARITABLE TRUST 3411000248**EIN:** 59-7237756

<b>Description</b>	<b>Amount</b>
TIMING ADJUSTMENT	228

**TY 2016 Other Income Schedule****Name:** THOMAS D WILLIAMS CHARITABLE TRUST 3411000248**EIN:** 59-7237756**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	323	0	

**TY 2016 Taxes Schedule****Name:** THOMAS D WILLIAMS CHARITABLE TRUST 3411000248**EIN:** 59-7237756

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN TAXES ON QUALIFIED FOR	104	104		0
FOREIGN TAXES ON NONQUALIFIED	47	47		0